

PACHULSKI STANG ZIEHL & JONES LLP

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*Counsel for Highland Capital Management, L.P.*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:	§	
	§	Chapter 11
HIGHLAND CAPITAL MANAGEMENT, L.P., <sup>1</sup>	§	
	§	Case No. 19-34054-sgj11
Debtor.	§	
	§	
HIGHLAND CAPITAL MANAGEMENT, L.P.,	§	
	§	
Plaintiff,	§	Adversary Proceeding
	§	
vs.	§	No. 21-03000-sgj11
	§	
HIGHLAND CAPITAL MANAGEMENT FUND	§	
ADVISORS, L.P., NEXPOINT ADVISORS, L.P.,	§	
HIGHLAND INCOME FUND, NEXPOINT	§	

<sup>1</sup> The Debtor's last four digits of its taxpayer identification number are (6725). The headquarters and service address for the above-captioned Debtor is 300 Crescent Court, Suite 700, Dallas, TX 75201.

STRATEGIC OPPORTUNITIES FUND, §  
 NEXPOINT CAPITAL, INC., AND CLO §  
 HOLDCO, LTD, §  
 §  
 Defendants. §

**DEBTOR’S WITNESS AND EXHIBIT LIST WITH RESPECT TO  
 EVIDENTIARY HEARING TO BE HELD ON JANUARY 13, 2021**

Highland Capital Management, L.P. (the “Debtor”) submits the following witness and exhibit list with respect to *Plaintiff’s Emergency Motion for a Temporary Restraining Order and Preliminary Injunction against Certain Entities Owned and/or Controlled by Mr. James Dondero* [Docket No. 9] which the Court has set for hearing at 9:30 a.m. (Central Time) on January 13, 2021 (the “Hearing”) in the above-styled adversary proceeding (the “Adversary Proceeding”).

**A. Witnesses:**

1. James Dondero
2. Any witness identified by or called by any other party; and
3. Any witness necessary for rebuttal.

**B. Exhibits:**

Letter	Exhibit	Offered	Admitted
A.	Motion for Order Imposing Temporary Restrictions on Debtor’s Ability, as Portfolio Manager, to Initiate Sales by Non-Debtor CLO Vehicles [Docket No. 1528]		
B.	Transcript of 12/16/20 Hearing		
C.	Order Denying Motion for Order Imposing Temporary Restrictions on Debtor’s Ability, as Portfolio Manager, to Initiate Sales by Non-Debtor CLO Vehicles [dkt 1605]		
D.	Email from James Romey dated September 29, 2020		
E.	Structural and Steel Products UCC Presentation dated September 29, 2020		

Letter	Exhibit	Offered	Admitted
F.	Aberdeen Loan Funding Offering Memorandum dated as of March 27, 2008		
G.	Aberdeen Loan Funding Indenture dated as of March 27, 2008		
H.	Aberdeen Loan Funding Supplemental Indenture No. 1 dated as of March 27, 2008		
I.	Aberdeen Loan Funding Preference Shares Paying Agency Agreement dated as of March 27, 2008		
J.	Aberdeen Loan Funding Servicing Agreement dated as of March 27, 2008		
K.	Brentwood CLO Offering Memorandum dated as of December 18, 2006		
L.	Brentwood CLO Indenture dated as of December 21, 2006		
M.	Brentwood CLO Preference Shares Paying Agency Agreement Dated as of December 21, 2006		
N.	Brentwood CLO Servicing Agreement dated as of December 21, 2006		
O.	Eastland CLO Offering Memorandum dated as of March 13, 2007		
P.	Eastland CLO Indenture dated as of March 13, 2007		
Q.	Eastland CLO Preference Shares Paying Agency Agreement Dated as of March 13 2007		
R.	Eastland CLO Servicing Agreement dated as of March 13, 2007		
S.	Gleneagles CLO Offering Memorandum dated as of October 7, 2005		
T.	Gleneagles CLO Indenture dated as of October 13, 2005		
U.	Gleneagles CLO Portfolio Management Agreement dated as of October 13, 2005		

Letter	Exhibit	Offered	Admitted
V.	Gleneagles CLO Preference Shares Paying Agency Agreement Dated as of October 13, 2005		
W.	Grayson CLO Offering Memorandum dated as of November 28, 2006		
X.	Grayson CLO Indenture dated as of November 30, 2006		
Y.	Grayson CLO Preference Shares Paying Agency Agreement dated as of November 30, 2006		
Z.	Grayson CLO Servicing Agreement dated as of November 30, 2006		
AA.	Grayson CLO Amendment No. 1 to Servicing Agreement dated as of October 2, 2007		
BB.	Greenbriar CLO Offering Memorandum dated as of December 18, 2007		
CC.	Greenbriar CLO Indenture dated as of December 20, 2007		
DD.	Greenbriar CLO Preference Shares Paying Agency Agreement Dated as of December 20, 2007		
EE.	Greenbriar CLO Servicing Agreement dated as of December 20, 2007		
FF.	Jasper CLO Offering Memorandum dated as of June 27, 2005		
GG.	Jasper CLO Amended and Restated Portfolio Management Agreement dated as of November 30, 2005		
HH.	Jasper CLO Indenture dated as of June 29, 2005		
II.	Jasper CLO Preference Shares Paying Agency Agreement dated as of June 29, 2005		
JJ.	Liberty CLO Offering Memorandum dated as of December 7, 2005		
KK.	Liberty CLO Indenture dated as of December 8, 2005		

Letter	Exhibit	Offered	Admitted
LL.	Liberty CLO Class E Certificate Paying Agency Agreement dated as of December 8, 2005		
MM.	Liberty CLO Portfolio Management Agreement dated as of December 8, 2005		
NN.	Red River CLO Offering Memorandum dated as of July 31, 2006		
OO.	Red River CLO Indenture dated as of August 3, 2006		
PP.	Red River CLO Amendment No. 1 to Indenture dated as of October 2, 2007		
QQ.	Red River CLO Preference Shares Paying Agency Agreement dated as of August 3, 2006		
RR.	Red River CLO Servicing Agreement dated as of August 3, 2006		
SS.	Red River CLO Amendment No. 1 to Servicing Agreement dated as of October 2, 2007		
TT.	Rockwall CLO Offering Circular (Notes) dated May 8, 2006		
UU.	Rockwall CLO Offering Circular (Preferred Share) dated May 8, 2006		
VV.	Rockwall CLO Indenture dated as of May 10, 2006		
WW.	Rockwall CLO Amendment No. 1 to Indenture dated as of October 2, 2007		
XX.	Rockwall CLO Preference Shares Paying and Agency Agreement dated as of May 10, 2006		
YY.	Rockwall CLO Servicing Agreement dated as of May 10, 2006		
ZZ.	Rockwall CLO Amendment No. 1 to Servicing Agreement dated as of October 2, 2007		
AAA.	Rockwall CLO II Offering Circular (Notes) dated May 8, 2007		

Letter	Exhibit	Offered	Admitted
BBB.	Rockwall CLO II Offering Circular (Preferred Share) dated May 8, 2007		
CCC.	Rockwall CLO II Indenture dated as of May 9, 2007		
DDD.	Rockwall CLO II Preference Shares Paying and Agency Agreement dated as of May 9, 2007		
EEE.	Rockwall CLO II Servicing Agreement dated as of May 9, 2007		
FFF.	Southfork CLO Offering Memorandum dated as of March 9, 2005		
GGG.	Southfork CLO Indenture dated as of March 15, 2005		
HHH.	Southfork CLO Portfolio Management Agreement dated as of March 15, 2005		
III.	Southfork CLO Preference Shares Paying Agency Agreement dated as of March 15, 2005		
JJJ.	Stratford CLO Offering Memorandum dated as of October 22, 2007		
KKK.	Stratford CLO Indenture dated as of October 25, 2007		
LLL.	Stratford CLO Preference Shares Paying and Agency Agreement dated as of October 25, 2007		
MMM.	Stratford CLO Servicing Agreement dated as of October 25, 2007		
NNN.	Valhalla CLO Offering Circular dated as of August 17, 2004		
OOO.	Valhalla CLO Indenture dated as of August 18, 2004		
PPP.	Valhalla CLO Supplemental Indenture dated as of July 25, 2016		
QQQ.	Valhalla CLO Reference Portfolio Management Agreement dated as of August 1, 2016		

Letter	Exhibit	Offered	Admitted
RRR.	Westchester CLO Offering Memorandum dated as of May 30, 2007		
SSS.	Westchester CLO Indenture dated as of May 31, 2007		
TTT.	Westchester CLO Preference Shares Paying Agency Agreement dated as of May31,2007		
UUU.	Westchester CLO Servicing Agreement dated as of May 31, 2007		
VVV.	NexPoint Strategic Opportunities Fund, Form N-2 Registration Statement, filed August 27, 2019		
WWW.	NexPoint Strategic Opportunities Fund, Form DEF-14A Proxy Statement, filed July 10, 2020		
XXX.	NexPoint Capital, Inc., Form 497 Prospectus Supplement, filed March 14, 2018		
YYY.	NexPoint Capital, Inc. Form DEF-14A Proxy Statement, filed April 22, 2020		
ZZZ.	Highland Income Fund, Form 497 Prospectus Supplement, filed July 29, 2019		
AAAA.	Highland Income Fund, Form DEF-14A Proxy Statement, filed April 22, 2020		
BBBB.	Written Consent of the General Partner of Highland Capital Management, L.P., Effective September 21, 2020		
CCCC.	List of Board Memberships		
DDDD.	Response to K&L Gates LLP dated December 22, 2020 [Dondero Deposition Exhibit 12]		
EEEE.	Response to K&L Gates LLP dated December 23, 2020 [Dondero Deposition Exhibit 13]		
FFFF.	Letter from K&L Gates to J. Pomerantz dated December 31, 2020		
GGGG.	Response to Letter from K&L Gates to J. Pomerantz dated December 31, 2020		

<b>Letter</b>	<b>Exhibit</b>	<b>Offered</b>	<b>Admitted</b>
HHHH.	Any document entered or filed in the Adversary Proceeding, including any exhibits thereto		
III.	Any document entered or filed in the Debtor's chapter 11 bankruptcy case, including any exhibits thereto		
JJJ.	All exhibits necessary for impeachment and/or rebuttal purposes		
KKKK.	All exhibits identified by or offered by any other party at the Hearing		



Dated: January 9, 2021.

**PACHULSKI STANG ZIEHL & JONES LLP**

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-and-

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